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**UNITED STATES BANKRUPTCY COURT**  
**SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
GENERAL MOTORS CORP., <i>et al.</i> ,	:	09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
-----X	:	

**STATEMENT OF RECORD AND ISSUES ON APPEAL**

In accordance with Bankruptcy Rule 8006, Appellant IUE-CWA hereby designates the following designation of the items to be included in the record on appeal and a statement of the following issues to be presented:

**STATEMENT OF APPELLATE ISSUES**

1. Was the Order (I) Authorizing Sale of Assets Pursuant to Amended and Restated Master Sale and the Purchase Agreement with NGMCO, Inc., a U.S. Treasury-Sponsored Purchaser; (II) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with the Sale; and (III) Granting Related Relief (the "Sale Order") entered by the United States Bankruptcy Court for the Southern District of New York (Judge Robert E. Gerber)(Docket No. 2968) ("the Order") properly made?

2. Did the Bankruptcy Court permit the Buyer and the Seller to act in bad faith by failing to require the Debtor to fulfill its obligations under Section 1114 of the Bankruptcy Code prior to entry of the Order?
3. Did the Buyer and the Purchaser act in bad faith in connection with the transaction approved in the Order by deliberately choosing a form of transaction for the purpose of defeating the rights of IUE-CWA-represented retirees enjoyed under Section 1114 of the Bankruptcy Code?

**STATEMENT OF THE RECORD ON APPEAL**

<u>Item</u>	<u>Bankr. Doc. No.</u>	<u>Description</u>
1	2582	IUE-CWA's Evidence and Witness List for the Hearing to Consider Debtors' Asset Sale Motion
2	2737	IUE-CWA's Second Amended Evidence and Witness List (Exhibits 1-12 were handed to Court at hearing)
3	2761	Corrected Second Amended Evidence and Witness List of Creditor IUE-CWA
4	2657	Amended Evidence and Witness List of Debtor General Motors and Exhibits 1-16
5	2922 2926 2927 2928	Transcript of GM Hearing, 6/30/2009
6	2929 2930 2931 2932	Transcript of GM Hearing, 7/1/2009

<u>Item</u>	<u>Bankr. Doc. No.</u>	<u>Description</u>
7	2972 2973 2974	Transcript of GM Hearing, 7/2/2009
8	2967	Decision of Judge Gerber on Debtors' Motion, dated 7/5/2009
9	3115	The IUE-CWA Notice of Appeal, dated 7/10/2009
10	2968	Order signed 7/5/2009

Dated: New York, New York  
July 17, 2009

Respectfully submitted,

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By: /s/ Thomas M. Kennedy  
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